



The David J. Joseph Company

July 6, 1994

18894

RECORDATION NO. \_\_\_\_\_ FILED 1425

JUL 11 1994 -8 05 AM

INTERSTATE COMMERCE COMMISSION

Ms. Mildred Lee  
Recordations Unit  
Interstate Commerce Commission  
12th and Constitution Avenue, N.W.  
Washington, DC 20423

Dear Ms. Lee:

Enclosed is an original and one copy of the Memorandum of Railroad Equipment Lease Agreement dated as of June 7, 1994, between the following parties:

Lessor: The David J. Joseph Company  
300 Pike Street  
Cincinnati, OH 45202

Lessee: Union Pacific Railroad Company  
1416 Dodge Street  
Omaha, NE 68179

Please see Exhibit A attached hereto, showing the equipment involved in this transaction.

Please file this agreement as a primary document. The amount of \$18.00 is included in the enclosed check.

Sincerely,

THE DAVID J. JOSEPH COMPANY

Julia R. Jones  
Staff Assistant - Contract Administration

/jrj  
Enclosures

Railroad Equipment Leasing  
and Marketing Division

300 Pike Street  
Cincinnati, Ohio 45202-4214  
(513) 621-8770  
FAX (513) 345-4397

Mail Address:  
P.O. Box 1078  
Cincinnati, OH 45201-1078

**MEMORANDUM OF  
RAILROAD EQUIPMENT LEASE AGREEMENT**

THIS MEMORANDUM OF LEASE OF RAILROAD EQUIPMENT ("Memorandum of Lease") made as of June 7, 1994, is intended to evidence the Railroad Equipment Lease Agreement dated as of May 3, 1994 (the "Lease"), between THE DAVID J. JOSEPH COMPANY, a Delaware Corporation (the "Lessor"), and UNION PACIFIC RAILROAD COMPANY, a Utah Corporation (the "Lessee"), for the purpose of satisfying the requirements of recordation with the Interstate Commerce Commission under Section 49 of U.S.C. 11303. Lessor has the right to lease the thirty-one (31) railcars more fully described in Exhibit A attached hereto (the "Units"). Lessee leased from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

LESSOR:

LESSEE:

THE DAVID J. JOSEPH COMPANY

UNION PACIFIC RAILROAD COMPANY

By: B. J. M. L.

By: Charles R. Eide

Title: VICE PRESIDENT

Title: Vice President-Purchasing

Date: JUNE 7, 1994

Date: 6-28-94

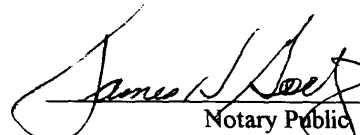
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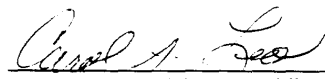
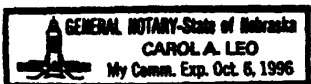
STATE OF OHIO                    )  
  ) SS:  
COUNTY OF HAMILTON )

The foregoing instrument was acknowledged before me this 7th day of June 1994, by Douglas F. McMillan, the Vice President of The David J. Joseph Company, a Delaware corporation, on behalf of the corporation.

  
Notary Public  
JAMES H. GOETZ  
Notary Public, State of Ohio  
My Commission Expires July 10, 1995

STATE OF NEBRASKA                    )  
  ) SS:  
COUNTY OF DOUGLAS                    )

The foregoing instrument was acknowledged before me this 28th day of June, 1994, by Charles R. Eisile the VP-Purchasing of Union Pacific Railroad Company, a Utah corporation, on behalf of the corporation.

  
Notary Public  


**EXHIBIT A**

To the Memorandum of Railroad Equipment Lease Agreement dated May 3, 1994,  
between The David J. Joseph Company and Union Pacific Railroad Company.

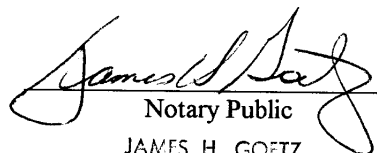
**DESCRIPTION OF UNITS**

Eighteen (18) 50 foot, 100-ton boxcars bearing reporting marks CHTT 20100-20117,  
inclusive.

Thirteen (13) 50 foot, 100-ton boxcars bearing reporting marks CHTT 20150-20157 and  
CHTT 20159-20163.

**CERTIFICATE**

The undersigned, James H. Goetz, a notary public in and for the County of Hamilton, State of Ohio, hereby certifies that the copy of the document attached hereto has been compared with the original and that the undersigned has found the copy to be complete and identical in all respects to the original document.

A handwritten signature in cursive script, appearing to read "James H. Goetz", is written over a horizontal line.

Notary Public

JAMES H. GOETZ

Notary Public, State of Ohio

My Commission Expires July 10, 1995